



UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEW JERSEY

**Caption in Compliance with D.N.J. LBR 9004-2(c)**

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Co-Counsel for the Class 10 Liquidation Trust

In the Matter of:

SHAPES/ARCH HOLDINGS L.L.C., *et al.*

Reorganized Debtors.

Chapter 11

Case No. 08-14631 (GMB)

Judge: Hon. Gloria M. Burns

Hearing Date: July 27, 2010

**ORDER GRANTING THE CLASS 10 LIQUIDATION TRUST'S  
MOTION OBJECTING TO CLAIMS UNDER SECTION 502(d) OF THE BANKRUPTCY CODE IN  
PART, ADJOURNING THE MOTION AS TO CERTAIN CLAIMS AND GRANTING RELATED RELIEF**

(Claim Numbers: 2, 9, 159, 160, 218, 241, 311, 356, 388, 682, 683, 694

Scheduled Numbers: 632005240, 632005340, 632005850, 632007660, 632007910, 632008410, 632008630,  
632010010, 632010560, 632010700, 632011000, 633003700, 634001200, 634001820, 634002260, 635000840,  
635001820, 635001890, 635001940, 635002010)

The relief set forth on the following pages, numbered two (2) through three (3), is hereby  
**ORDERED.**

**DATED: 8/4/2010**

  
\_\_\_\_\_  
Honorable Gloria M. Burns  
United States Bankruptcy Court Judge

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Debtor: SHAPES/ARCH HOLDINGS L.L.C., *et al.*  
Case No.: 08-14631 (GMB)  
Caption of Order: ORDER GRANTING THE CLASS 10 LIQUIDATION TRUST'S  
MOTION OBJECTING TO CLAIMS UNDER SECTION 502(d) OF  
THE BANKRUPTCY CODE IN PART, ADJOURNING THE MOTION  
AS TO CERTAIN CLAIMS AND GRANTING RELATED RELIEF

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THIS MATTER having been brought before the Court by the Class 10 Liquidation Trust (the "Trust") of Shapes/Arch Holdings, L.L.C., *et al.*, the above-captioned reorganized debtors, upon a motion (the "Motion") for an order disallowing certain claims, as more fully set forth in the Motion and the exhibits thereto, pursuant to §§ 105 and 502(d) of Title 11 of the United States Code, as amended, and Rule 3007 of the Federal Rules of Bankruptcy Procedures; and the Trust having modified the exhibits to (i) adjourn the Motion with respect to any party as to whom the Trust has not yet resolved its avoidance claims; (ii) withdraw the Motion with respect to any party with whom the Trust has reached a settlement of avoidance claims that does not include a waiver of general unsecured claims or with respect to any party against whom the Trust has dismissed its avoidance action, and (iii) identify any party with whom the Trust has reached a settlement of avoidance claims that includes a waiver of unsecured claims; and upon the affidavit of service of the Motion indicating that due and proper service was made upon, among others, the holders of claims subject to the Motion, and upon the record taken before me, and no adverse interest being represented and for good cause, it is

**ORDERED**, that the Motion is adjourned until September 27, 2010 at 10:00 a.m. with respect to the claims set forth on **Exhibit A** hereto, and objections to the adjourned Motion are due on or before September 20, 2010 at 5:00 p.m.

**ORDERED**, that the Motion is withdrawn with respect to the claims set forth on **Exhibit B** hereto.

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Debtor: SHAPES/ARCH HOLDINGS L.L.C., *et al.*

Case No.: 08-14631 (GMB)

Caption of Order: ORDER GRANTING THE CLASS 10 LIQUIDATION TRUST'S  
MOTION OBJECTING TO CLAIMS UNDER SECTION 502(d) OF  
THE BANKRUPTCY CODE IN PART, ADJOURNING THE MOTION  
AS TO CERTAIN CLAIMS AND GRANTING RELATED RELIEF

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**ORDERED**, that the Motion is granted with respect to the claims set forth on **Exhibit C** hereto, and the claims identified as “claims to be expunged” on Exhibit C are hereby disallowed and expunged.

**ORDERED**, that notwithstanding the Claims Objection Deadline (as defined in the Motion) nothing herein shall preclude the Trust from filing additional or supplemental objections to the Disputed Claims (as defined in the Motion) on additional or alternative factual or legal grounds.

**EXHIBIT A**

*Adjourned Objections pursuant to § 502(d)*

<b><u>Name and Address of Claimant</u></b>	<b><u>Claims to be Expunged</u></b>	<b><u>Claim Amount</u></b>	<b><u>Additional Notice Parties</u></b>
ACE PALLET CORP PO BOX 228 PAULSBORO, NJ 08066 ATTN: CYNTHIA UNGER	Scheduled Scheduled Scheduled	\$7,761.00 \$1,183.00 \$44,443.00	JOHN M. MAKOWSKI, ESQ. GREENTREE EXECUTIVE CAMPUS 4003 LINCOLN DRIVE WEST, SUITE C MARLTON, NJ 08053-1523
CROWN CREDIT COMPANY P.O. BOX 640352 CINCINNATI, OH 45264-0352	Scheduled Scheduled	\$273.15 \$3,670.33	JOHN C. KILGANNON, ESQ. STEVENS & LEE 1456 MARLTON PIKE EAST SUITE 506 CHERRY HILL, NJ 08034  ROBERT G. HANSEMAN, ESQ. SEBALY SHILLITO DYER A LEGAL PROFESSIONAL ASSOCIATION 40 N. MAIN STREET 1900 KETTERING TOWER DAYTON, OH 45423
DGI SUPPLY 95 LOUISE DRIVE, SUITE B IVYLAND, PA 18974	Scheduled	\$1,240.83	DGI SUPPLY – A DOALL COMPANY 1480 SOUTH WOLF ROAD WHEELING, IL 60090  KATHERINE AGNELLI, ESQ. MARIN GOODMAN 500 MAMARONECK AVE. – SUITE 501 HARRISON, NY 10528
FITZPATRICK CONTAINER 800 EAST WALNUT STREET NORTH WALES, PA 19454 ATTN: JIM ZEBROWSKI	Scheduled	\$30,103.38	MELISSA ANN SIMOLA, ESQ. HALBERSTADT CURLEY, LLC 1100 E. HECTOR ST., SUITE 425 CONSHOHOCKEN, PA 19428
GRABELL, STEVEN C/O ASHELY CHAN, ESQUIRE HANGLEY ARONCHICK SEGAL & PUDLIN 20 BRACE ROAD, SUITE 201 CHERRY HILL, NJ 08034-2634	641	\$2,021,274.00	JAMES M. MATOUR, ESQ. HANGLEY ARONCHICK SEGAL & PUDLIN ONE LOGAN SQUARE, 27TH FLOOR PHILADELPHIA, PA 19103
GRAYS TRUCKING 735 BROAD STREET BEVERLY, NJ 08010	Scheduled	\$1,009.15	MICHEL VANDERMAY 735 BROAD STREET BEVERLY, NJ 08010
HOUGHTON METAL FINISHING 1075 WINDWARD RIDGE PKWY SUITE 180 ALPHARETTA, GA 30005	Scheduled	\$74,633.62	HOUGHTON METAL FINISHING CO. C/O HOUGHTON INTERNATIONAL INC. ATTN: PAUL DEVIVO, PRESIDENT MADISON & VAN BUREN AVENUES PO BOX 930 VALLEY FORGE, PA 19482-0930  GLENN A. MANOCHI, ESQ. LIGHTMAN & MANOCHI 1520 LOCUST STREET, 12TH FLOOR

<b>Name and Address of Claimant</b>	<b>Claims to be Expunged</b>	<b>Claim Amount</b>	<b>Additional Notice Parties</b>
			PHILADELPHIA, PA 19102
HOUSEHOLD METALS, INC 645 E. ERIE AVE. PHILADELPHIA, PA 19134 ATTN: DAWN WILBEKIATIS	Scheduled	\$26,694.15	JOE BODNAR, ESQ. LAW OFFICES OF JOSEPH J. BODNAR POST OFFICE BOX 1022 2101 NORTH HARRISON STREET WILMINGTON, DE 19899-1022
(INGERSOLL RAND d/b/a) SCHLAGE LOCK COMPANY 75 REMITTANCE DRIVE STE 6079 CHICAGO, IL 60675-6079	Scheduled	\$5,005.04	ALEX KRESS, ESQ. RIKER DANZIG SCHERER HYLAND & PERRETTI LLP HEADQUARTERS PLAZA ONE SPEEDWELL AVENUE MORRISTOWN, NJ 07962-1981
KENDALL, HELENE C/O KLEHR, HARRISON, HARVEY, BRANZBURG & ELLERS 260 S. BROAD STREET PHILADELPHIA, PA 19102	599 Scheduled	\$1,551,110.01 \$1,512,389.98	JAMES M. MATOUR, ESQUIRE HANGLEY ARONCHICK SEGAL & PUDLIN ONE LOGAN SQUARE, 27TH FLOOR PHILADELPHIA, PA 19103
MALBER TOOL 2115 BYBERRY ROAD HUNTINGDON VALLEY, PA 19006 ATTN: TOM ORLIK	Scheduled	\$72,068.86	JOSHUA B. LADOV, ESQ. LIPSKY AND BRANDT 1101 MARKET STREET, SUITE 2820 PHILADELPHIA, PA 19107-2993
M E B LOGISTICS PO BOX 1644 DOYLESTOWN, PA 18901	Scheduled	\$9,870.69	MICHAEL BOWMAN PO BOX 1644 DOYLESTOWN, PA 18901
MELTON TRUCK LINES, INC. 808 N 161ST E. AVE. TULSA, OK 74116 ATTN: LISA M. FAGLEMAN	395 Scheduled	\$139,960.66 \$122,151.71	JOHN HOWLAND, ESQ. ROSENSTEIN, FIST & RINGOLD 525 S. MAIN, STE 700 TULSA, OK 74103
METAL KOTING 1430 MARTIN GROVE ROAD ATTN: TONY FARRUGIA REXDALE, ON M9W 4Y1 CANADA	Scheduled	\$73,653.48	SAMUEL R. GRAFTON, ESQ. POPPER & GRAFTON 225 WEST 24 <sup>TH</sup> STREET, STE 1609 NEW YORK, NY 10122
NORTHEAST METAL TRADERS, INC. IRA R. DEICHES, ESQ. DEICHES & FERSCHMANN, P.C. 25 WILKINS AVENUE HADDONFIELD, NJ 08033	488 Scheduled	\$11,493.65 \$227,977.12	DAVID L. BRAVERMAN, ESQ. SCOTT SHECTMAN, ESQ. BRAVERMAN KASKEY, P.C. ONE LIBERTY PLACE 1650 MARKET STREET, 56TH FLOOR PHILADELPHIA, PA 19103
OILGEAR COMPANY, THE C/O COFACE NORTH AMERICA, INC. 50 MILLSTONE RD., BLDG. 100, STE. 360 EAST WINDSOR, NJ 08520 ATTN AMY SCHMIDT AS AGENT	173 Scheduled	\$23,254.05 \$23,254.05	THERESA F. SEEM, ESQ. 1800 W WOODBURY LANE GLENDALE, WI 53209
POLYONE CORP DEPT CH 10489	Scheduled	\$164,813.78	MARK WEINTRAUB, ESQ. JEREMY M. CAMPANA, ESQ.

<b><u>Name and Address of Claimant</u></b>	<b><u>Claims to be Expunged</u></b>	<b><u>Claim Amount</u></b>	<b><u>Additional Notice Parties</u></b>
ATTN: DEBBIE NOSKI PALATINE, IL 60055-0489			THOMPON HINE 3900 KEY CENTER 127 PUBLIC SQUARE CLEVELAND, OH 44114-1291
PREMIER WINDOWS INC. P.O. BOX 62 THURMOND, NC 28683 ATTN: JAMIE CAUDILL, PRESIDENT	537	\$57,406.00	JUNE ALLISON, ESQ. WISHART NORRIS HENNINGER & PITTMAN 6832 MORRISON BOULEVARD CHARLOTTE, NC 28211
QUAKER CITY CHEMICALS 7360 MILNOR STREET PHILADELPHIA, PA 19136	37 Scheduled Scheduled	Undetermined \$2,919.74 Contingent and Unliquidated	JOSEPH F. RIGA, ESQ. MCDOWELL RIGA A PROFESSIONAL CORPORATION 46 W. MAIN STREET MAPLESHADE, NJ 08052
RAPTURE TRAILER, INC. 2411 BIG OAK ROAD LANGHORNE, PA 19047	Scheduled	\$17,170.92	JOHN R. CRAYTON, ESQ. 33 WEST SECOND STREET MOORESTOWN, NJ 08057
RIVER ROAD RECYCLING 450 37TH ST. PENNSAUKEN, NJ 08110 ATTN: MARK WANG	463 Scheduled	\$33,437.34 \$33,437.34	CHRISTOPHER WANG 450 37TH ST. PENNSAUKEN, NJ 08110  CHRISTOPHER WANG P.O. BOX 302 PENNSAUKEN, NJ 08110
ROYALPLAST DOOR SYSTEMS CO. 5770 HIGHWAY #7 WEST WOODBIDGE, ON L4L 3A2 CANADA	Scheduled	\$39,243.40	JENNIFER DEL MEDICO, ESQ. JONES DAY 222 EAST 41ST STREET NEW YORK, NY 10017-6702  BRETT J. BERLIN, ESQ. JONES DAY 1420 PEACHTREE STREET N.E., SUITE 800 ATLANTA, GA 30309-3053
SERVICE ALUMINUM CORPORATION 3300 NORTH RIDGE ROAD SUITE 290 ELLCOTT CITY, MD 21043	Scheduled	\$9,374.80	HILLARY JURY, ESQ. ERIC J. SNYDER, ESQ. SILLER WILK, LLP 675 3RD AVENUE NEW YORK, NY 10017
SHAPES UNLIMITED, INC. 590 E WESTERN RESERVE RD YOUNGSTOWN, OH 44514 ATTN D FISHER, TREASURER	7 Scheduled	\$23,119.72 \$23,119.72	JEFFREY S. CIANCIULLI, ESQ. WEIR & PARTNERS LLP THE LIBERTY VIEW BUILDING, SUITE 310 457 HADDONFIELD ROAD CHERRY HILL, NJ 08002  JEREMY TEABERRY, ESQ. HENDERSON COVINGTON 6 FEDERAL PLAZA, SUITE 1300 YOUNGSTOWN, OH 44503
SORENSEN, PAUL JR. 508 LEONARD LANE	643	\$650,000.00	JAMES M. MATOUR, ESQ. HANGLEY ARONCHICK SEGAL &

<b><u>Name and Address of Claimant</u></b>	<b><u>Claims to be Expunged</u></b>	<b><u>Claim Amount</u></b>	<b><u>Additional Notice Parties</u></b>
MULLICA HILL, NJ 08062			PUDLIN ONE LOGAN SQUARE, 27TH FLOOR PHILADELPHIA, PA 19103
SWIMLINE CORPORATION 191 RODEO DRIVE EDGEWOOD, NY 11717	Scheduled	\$32,586.78	JEFFREY N. LEVY, ESQ. TASHLIK, KREUTZER, GOLDWYN & CRANDELL P.C. 40 CUTTERMILL ROAD GREAT NECK, NY 11021
UNEEDA BOLT & SCREW CO INC 10 CAPITOL DRIVE MOONACHIE, NJ 07074 ATTN: ELI BRICKMAN, PRES.	777 Scheduled	\$149,217.14 \$126,985.68	KELLY CURTIN, ESQ. PORZIO BROMBERG & NEWMAN P.C. 100 SOUTHGATE PARKWAY MORRISTOWN, NJ 07962-1997
VERIZON P.O. BOX 4833 TRENTON, NJ 08650-4833	Scheduled	\$115.20	ZACH WILSON, ESQ. ARNALL GOLDEN GREGORY LLP 171 17TH STREET NW, SUITE 2100 ATLANTA, GA 30363-1031
VERIZON P.O. BOX 4648 TRENTON, NJ 08650-4648	Scheduled	\$1,170.92	ZACH WILSON, ESQ. ARNALL GOLDEN GREGORY LLP 171 17TH STREET NW, SUITE 2100 ATLANTA, GA 30363-1031
VERIZON P.O. BOX 660748 DALLAS, TX 75266-0748	Scheduled	\$54.70	ZACH WILSON, ESQ. ARNALL GOLDEN GREGORY LLP 171 17TH STREET NW, SUITE 2100 ATLANTA, GA 30363-1031
VERIZON WIRELESS NORTHEAST PO BOX 3397 BLOOMINGTON, IL 61701	691 901	\$4,408.43 \$660.77	ZACH WILSON, ESQ. ARNALL GOLDEN GREGORY LLP 171 17TH STREET NW, SUITE 2100 ATLANTA, GA 30363-1031
VERIZON WIRELESS-PA P.O. BOX 25505 LEHIGH VLY, PA 18002-5505	Scheduled	\$1,187.74	ZACH WILSON, ESQ. ARNALL GOLDEN GREGORY LLP 171 17TH STREET NW, SUITE 2100 ATLANTA, GA 30363-1031
WAGSTAFF, INC. 3910 N FLORA ROD SPOKANE, WA 99216 ATTN KENDALL B PARKES, CFO	301 Scheduled	\$17,897.50 \$27,252.50	ANTHONY D. BUONADONNA, ESQ. BUONADONNA & BENSON, P.C. 1138 EAST CHESTNUT AVENUE, SUITE 2A VINELAND, NJ 08360
WINDOW DEPOT USA 10800 FINANCIAL CENTER PARKWAY #280 LITTLE ROCK, AR 72211 ATTN JIM VENABLE, PRESIDENT	212 Scheduled	\$55,838.83 \$29,799.16	RICHARD L. RAMSAY, ESQ. EICHENBAUM, LILES & HEISTER, PA 124 WEST CAPITOL AVENUE, SUITE 1900 LITTLE ROCK, AR 72201

**EXHIBIT B**

*Withdrawn Objections*

<b><u>Name and Address of Claimant</u></b>	<b><u>Claims to be Expunged</u></b>	<b><u>Claim Amount</u></b>	<b><u>Reason</u></b>
7 OIL COMPANY INC. PO BOX 2526 CINNAMINSON, NJ 08077 ATTN: MICHAEL CAIRN	71 Scheduled	\$8,849.36 \$8,849.36	Claimant's right to any claim(s) is unaffected by this Motion pursuant to settlement agreement entered into between the Claimant and the Trust.
ALCOA INC. PAUL KOPATICH 201 ISABELLA STREET PITTSBURGH, PA 15212	518 Scheduled 785	\$336,156.47 \$336,156.47 \$208,237.76	Claimant's right to any claim(s) is unaffected by this Motion pursuant to settlement agreement entered into between the Claimant and the Trust.
AMERICAN EXPRESS P.O. BOX 1270 NEWARK, NJ 07101-1270	Scheduled Scheduled	\$599.95 \$585.93	Claimant's right to any claim(s) is unaffected by this Motion pursuant to settlement agreement entered into between the Claimant and the Trust.
AMERICAN EXPRESS TRAVEL RELATED SVCS CO INC CORP CARD – C/O BECKET & LEE LLP ATTN: KENNETH W. KLEPPINGER, ESQ. PO BOX 3001 MALVERN, PA 19355-0701	401 402 403	\$1,649.14 \$11,801.53 \$6,460.98	Claimant's right to any claim(s) is unaffected by this Motion pursuant to settlement agreement entered into between the Claimant and the Trust.
AQUA PA PO BOX 1229 NEWARK, NJ 07101-1229	Scheduled	\$3,491.24	Preference complaint against Claimant has been dismissed.
CELADON LOGISTICS SERVICES, INC. 9503 E 33RD ST INDIANAPOLIS, IN 46235 ATTN CINDY FESSELMAYER	22 Scheduled	\$12,870.47 \$13,035.77	Preference complaint against Claimant has been dismissed.
DAC PRODUCTS, INC. 100 CENTURY POINT DRIVE EAST BEND, NC 27018	Scheduled	\$1,485.25	Claimant's right to any claim(s) is unaffected by this Motion pursuant to settlement agreement entered into between the Claimant and the Trust.
EXCO EXTRUSION DIES 56617 NORTH BAY DRIVE CHESTERFIELD, MI 48051 ATTN: JANET SLEDMERE, CONTROLLER	394 Scheduled	\$335,030.58 \$410,735.74	Claimant's right to any claim(s) is unaffected by this Motion pursuant to settlement agreement entered into between the Claimant and the Trust.
ODL INC 215 E ROOSEVELT AVE ZEELAND, MI 49464 ATTN AMY L DEHEEUW	349 Scheduled	\$14,480.90 \$14,033.90	Claimant's right to any claim(s) is unaffected by this Motion pursuant to settlement agreement entered into between the Claimant and the Trust.
ROUX ASSOCIATES INC. 209 SHAFTER STREET ISLANDIA, NY 11749-5074 ATTN: SUSAN SULLIVAN, ESQ. GENERAL COUNSEL	Scheduled	\$508.54	Claimant's right to any claim(s) is unaffected by this Motion pursuant to settlement agreement entered into between the Claimant and the Trust.



**EXHIBIT C**

*Disallowed and Expunged Claims*

<b><u>Name and Address of Claimant</u></b>	<b><u>Claim to be Expunged</u></b>	<b><u>Claim Amount</u></b>
JOHN BRIDGE SONS INC. 1201 W 9TH STREET CHESTER, PA 19013 ATTN GARY J WATKINS, OWNER	9 Scheduled - 632005240	\$31,458.63 \$37,864.24
K & M TRANSPORT LLC 526 RAILROAD BLVD. BUENA, NJ 08310	Scheduled - 632005340	\$35,096.48
LARSON ALLEN 18 SENTRY PARK W. STE 300 BLUE BELL, PA 19422	Scheduled - 632011000 Scheduled - 635000840	\$12,299.73 \$1,671.25
MATALCO INC. 850 INTERMODAL DRIVE BRAMPTON, ON L6T 0B5 CANADA	Scheduled - 632005850	\$11,030.03
MEDALCO METALS, INC. 245 RUSSELL ST., UNIT 16 HADLEY, MA 01035	311 Scheduled - 634001200	\$62,908.72 \$62,908.72
PSK STEEL CORP. PO BOX 308 HUBBARD, OH 44425 ATTN PATRICIA J LYDIC, OFFICE MANAGER	2 Scheduled - 632007660	\$38,683.00 \$26,683.00
R-MAC TRANSPORT C/O BRYAN C SCHROLL, ESQUIRE LAW OFFICES OF BRYAN C SCHROLL 172 BRANDYWINE DRIVE MARLTON, NJ 08053	241 Scheduled - 632007910	\$19,252.32 \$19,252.32
SAMUEL STRAPPING SYSTEMS INC 1455 JAMES PKWY HEATH, OH 430564007	356 Scheduled - 632008410	\$13,676.31 \$13,624.20
SHIELDALLOY METALLURGICAL CORP 545 BECKETT ROAD, SUITE 208 SWEDESBORO, NJ 08085	Scheduled - 632008630	\$71,140.56
UNITED PACKAGING SUPPLY 727 WICKER AVENUE BENSALEM, PA 19020	159 Scheduled - 632010010 160 Scheduled - 635001820 Scheduled - 634001820	\$9,934.11 \$14,299.11 \$9,759.90 \$8,601.90 \$890.44
VISION INDUSTRIES GROUP 500 METUCHEN ROAD SOUTH PLAINFIELD, NJ 07080 ATTN EDWARD N WEIZER, CONTROLLER	218 Scheduled - 635001890	\$8,382.15 \$7,091.00
WILLIER ELECTRIC MOTOR CO., INC. P.O. BOX 98 1 LINDEN AVENUE GIBBSBORO, NJ 08026	Scheduled - 632010560 Scheduled - 635001940	\$17,378.64 \$504.27

YELLOW TRANSPORTATION, INC. 10990 ROE AVE OVERLAND PARK, KS 66211	682	\$51,386.20
	Scheduled - 633003700	\$52,539.46
	683	\$5,483.54
	Scheduled - 635002010	\$5,369.14
YELLOW TRANSPORTATION, INC. P.O. 13850 NEWARK, NJ 07188-0850	684	\$17,442.96
	Scheduled - 634002260	\$349.17
ZYMOTIC IMPORTS LTD 1361 MONMOUTH ROAD EASTAMPTON, NJ 08060-3900 ATTN: JOHN STRONG	388	\$14,895.08
	Scheduled - 632010700	\$14,655.08